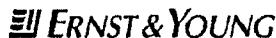


Exhibit 5



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■ **GAZA**
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**Independent Auditors' Report to the Shareholders of
Palestine Investment Fund Company**

We have audited the accompanying consolidated financial statements of Palestine Investment Fund Company (PIF), which comprise the consolidated balance sheet as at December 31, 2006 and the consolidated income statement, consolidated statement of changes in equity and consolidated cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory notes. The financial statements of Palestine Commercial Services Company (PCSC), Hanadi Tower Company and Bulk Express Company as at December 31, 2006 were audited by other auditors' whose unqualified reports have been furnished to us. Total assets and revenues of these companies represent 4.5% and 8.7% of the total assets and revenues of the consolidated financial statements of the PIF as at December 31, 2006. Our opinion, as far as it relates to the data included in the financial statements of Palestine Commercial Services Company, Hanadi Tower and Bulk Express, is based solely on the reports of the other auditors.

Management's Responsibility for the Financial Statements

The Board of Directors is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate for the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

ERNST & YOUNG

We believe that the audit evidence we have obtained and the reports of the other auditors is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, based on our audit and based on the reports issued by the other auditors, the consolidated financial statements give a true and fair view of the financial position of Palestine Investment Fund Company as at December 31, 2006 and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards.

Without qualifying our opinion, as depicted in note (10) to the accompanying financial statements, the available for sale investments include mortgaged securities against credit facilities granted to the shareholder, the fair value of these securities as at December 31, 2006 amounted to U.S. \$ 381,695,861.

Ernst & Young

Ramallah, Palestine
April 12, 2007

Palestine Investment Fund Company

Consolidated Balance Sheet
As at December 31, 2006

	Note	2006 U.S.\$	2005 U.S.\$
Assets			
Non-current assets			
Property, plant and equipment	4	39,767,842	43,126,389
Investment properties	5	9,700,630	9,700,630
Projects in progress	6	13,051,057	11,738,929
Goodwill	7	28,680,176	28,680,176
Investments in associates	8	316,211	19,133,718
Loans	9	30,705,475	31,118,995
Available for sale investments	10	691,824,352	872,664,809
		<u>814,045,743</u>	<u>1,016,163,646</u>
Current assets			
Accounts receivable	11	39,876,782	48,928,489
Other current assets	12	13,692,760	17,935,377
Cash and cash equivalents	13	<u>24,508,565</u>	<u>53,166,375</u>
		<u>78,078,107</u>	<u>120,030,241</u>
Total Assets		<u>892,123,850</u>	<u>1,136,193,887</u>
Equity and Liabilities			
Equity attribution to Equity Holders			
Paid-in share capital	14	574,000,000	574,000,000
Shareholders current account		(446,047,696)	(314,841,410)
Advances on capital increase	15	798,536	-
Statutory reserve	17	32,406,663	22,996,535
Proposed cash dividends	18	50,000,000	60,000,000
Foreign currency translations		3,492,243	483,905
Cumulative changes in fair value	16	531,110,404	673,166,567
Retained earnings		<u>86,659,970</u>	<u>51,968,814</u>
		<u>832,420,120</u>	<u>1,067,774,411</u>
Minority interests		<u>247,560</u>	<u>197,805</u>
Total Equity		<u>832,667,680</u>	<u>1,067,972,216</u>
Non-current Liabilities			
Long-term interest-bearing loans and borrowings	19	7,272,728	16,000,000
Finance lease obligations	21	<u>12,027,719</u>	<u>12,674,601</u>
		<u>19,300,447</u>	<u>28,674,601</u>
Current Liabilities			
Short-term interest-bearing loans and borrowings	20	7,301,399	4,001,684
Accounts payable	22	17,327,825	20,288,313
Provisions and other current liabilities	23	14,084,100	13,813,242
Short term finance lease obligations	21	<u>1,442,399</u>	<u>1,443,831</u>
		<u>40,155,723</u>	<u>39,547,070</u>
Total Liabilities		<u>59,456,170</u>	<u>68,221,671</u>
Total Equity and Liabilities		<u>892,123,850</u>	<u>1,136,193,887</u>

The attached notes 1 to 36 form part of these consolidated financial statements.

Palestine Investment Fund Company

Consolidated Income Statement
For the Year Ended December 31, 2006

	Note	2006 U.S.\$	2005 U.S.\$
Revenues			
Operating income	24	106,104,032	114,047,495
Gain from investment portfolio	25	133,454,612	241,677,698
Finance revenues	26	2,619,760	3,583,092
Share of loss of associates		(3,780,091)	(503,661)
Gain from selling an aircraft			1,753,117
Other revenues, net		5,776,935	66,535
		<u>244,175,248</u>	<u>360,624,276</u>
Expenses			
Operating expenses	24	(91,996,772)	(100,142,295)
General and administrative expenses	27	(7,567,369)	(12,921,312)
Depreciation and amortization		(646,975)	(791,631)
Finance costs		(1,228,298)	(1,953,186)
Decline in fair value of available for sale investments		(15,597,669)	(125,768,068)
Loss from disposal of investment in a subsidiary	28	(1,791,902)	(4,240,805)
Foreign exchange differences		(2,472,653)	(1,404,503)
Impairment of Projects in progress		(2,062,499)	(10,225,000)
Provision for doubtful accounts and advances		(26,660,072)	(13,879,133)
Disposal of goodwill of sold associates		-	(9,907,205)
Impairment of goodwill		-	(401,237)
Provision for litigations and other contingencies		-	(3,758,134)
Profit for the year		<u>94,151,039</u>	<u>75,231,767</u>
Attributable to:			
Equity holders of PIF		94,101,284	75,157,208
Minority interests		49,755	74,559
Profit for the year		<u>94,151,039</u>	<u>75,231,767</u>
Basic and diluted earnings per share	29	<u>0.16</u>	<u>0.13</u>

The attached notes 1 to 36 form part of these consolidated financial statements.

Palestine Investment Fund Company
Consolidated Statement of Changes in Equity
For the Year Ended December 31, 2006

		Equity Attributable to equity holders								
		Shareholders	Advances on capital increase	Statutory reserve	Proposed Cash dividends	Foreign currency translations	Cumulative changes in fair value	Retained earnings	Minority interests	Total equity
		U.S. \$	U.S. \$	U.S. \$	U.S. \$	U.S. \$	U.S. \$	U.S. \$	U.S. \$	U.S. \$
2006										
At January 1, 2006										
Cumulative changes in fair value										
Foreign currency translation										
Total income and expenses for the year										
recognized directly in equity										
Profit for the year										
Total income and expenses for the year										
Advances on capital increase										
Transfers to statutory reserve										
Transfers to the shareholder										
Cash dividends										
Proposed cash dividends										
At December 31, 2006										
2005										
At January 1, 2005										
Cumulative changes in fair value										
Foreign currency translation										
Total income and expenses for the year										
recognized directly in equity										
Profit for the year										
Total income and expenses for the year										
Transfers to statutory reserve										
Transfers to the shareholder										
Cash dividends										
Proposed cash dividends										
At December 31, 2005										

The attached notes 1 to 36 form part of these consolidated financial statements.

Palestine Investment Fund Company

CONSOLIDATED STATEMENT OF CASH FLOWS
For the Year Ended December 31, 2006

	2006	2005
	U.S.\$	U.S.\$
<u>Operating activities</u>		
Profit for the year	94,151,039	75,231,767
Adjustments:		
Net finance costs	(1,391,462)	(1,629,903)
Share of loss of associates	3,780,091	503,661
Gain from investment portfolio	(133,454,612)	(241,677,698)
Gain from sale of property, plant and equipment	-	(1,753,117)
Non cash expenditures	60,651,708	156,404,778
Change in working capital		
Accounts receivable	(13,609,829)	19,875,624
Other current assets	4,242,617	21,837,979
Accounts payable	(2,960,488)	5,950,215
Provisions and other current liabilities	270,858	772,284
Finance costs paid	(1,228,298)	(364,134)
Net cash flows from operating activities	<u>10,451,624</u>	<u>35,151,456</u>
<u>Investing activities</u>		
Purchase of property, plant and equipment	(767,563)	(2,059,711)
Proceeds from sale of property, plant and equipment	52,518	8,936,984
Disposal of an associate assets	-	2,536,433
Purchase of investment properties	-	(354,160)
Purchases of available for sale investments	(2,839,380)	(166,770,484)
Sales of available for sale investments	151,590,677	124,492,240
Projects in progress	(3,374,627)	(1,416,001)
Loans	(739,785)	(2,119,855)
Proceeds from loans	325,000	26,514,654
Proceeds from sale of investments in associates	-	340,000,000
Dividends received	11,292,863	5,595,270
Interest received	248,065	664,097
Net cash flows from investing activities	<u>155,787,768</u>	<u>336,019,467</u>
<u>Financing activities</u>		
Cash dividends paid	(60,000,000)	(60,000,000)
Payments of finance lease obligations	(648,314)	(5,224,660)
Repayments of interest-bearing loans and borrowings	(5,427,558)	5,919,050
Shareholders withdrawals	(131,206,286)	(264,315,872)
Net cash flows used in financing activities	<u>(197,282,158)</u>	<u>(323,621,482)</u>
Net (decrease) increase in cash and cash equivalents	(31,042,766)	47,549,441
Cash and cash equivalents, beginning of year	53,166,375	6,524,231
Foreign currency translations difference	2,384,956	(907,297)
Cash and cash equivalents, end of year	13 24,508,565	53,166,375

The attached notes 1 to 36 form part of these consolidated financial statements.